FCC 602 Main Form

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3060 - 0799 See instructions for public burden esbmate

ORIGINAL

Applicant/Licensee Information	UNTUTNAL				
1) First Name (if individual):	MI:	Last Name:			suffix:
2) Applicant Name (if entity):			3) Applicant TIN:	<u> </u>	
Cook Inlet/VoiceStream License Comp	pany, L	iLC			
Related FCC Regulated Businesses of Applicant/L.ice	ensee				
4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):		4b) incipal Business:	4c) TIN:		4d) Percent of Perest Held:
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	U 6 [\dashv	
	Lic	Censing & Technic	;a}	$-\!$	
		Analysis Branch			
-					
Signature j Typed or Printed Name of Party Authorized to Sign					
First Name: Craig	MI:	Last Name: Floerchinger		Si	uffix:
Title:					
Vice President; Cook Inlet GSM, Inc.	•	200 7737			
Signature:			D	ate:	
GALLY				12/8/0	0
Failure To Sign This Application May Result In Dismissal Of Th	he Applicati	on And Forfeiture Of Any Fe	es Paid		
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE FORFEITURE (U.S. Code, Title 47, Section 503).					

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(Applicant) (See Attachment 1)

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB

3060 -0799

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders) Last Name: Suffix: 1) Disclosable Interest Holder's First Name (if individual): 2) Disclosable Interest Holder's Name (if entity): 3) Disclosable Interest Holder's TIN: Cook Inlet/VoiceStream Operating Company LLC 4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Anchorage, Alaska 99503 7) Percent of Interest Held in Applicant: 5) Type of Interest in Applicant (6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): (refer to Instructions for list) 100% 5) Disclosable Interest Holder's Type of Ownership 9) Disclosable Interest Holder's Country of Citizenship: (refer to instructions for list): **United States** 0 - Manager member interest 10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cook Inlet/VoiceStream Operating Company LLC; Cook Inlet/VoiceStream License Company, LLC

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	IId) Percent of Interest Held:
Cook Inlet/VoiceStream License Company, LLC Applicant	Commercial Mobile Radio Services	-	100%
*** 21°			

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 -0799 See instructions for public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if in	dividual):	MI:	Last Name:		Suffix:
2) Disclosable Interest Holder's Name (if entity): Cook Inlet/VoiceStream Holding		LLC		3) Disclosable Interest Holder's TI	N:
4) Disclosable Interest Holders Address: 2525 C Street, Suite 500, Anche	orage, Alas	ska 9	9503		
5) Type of Interest in Applicant () (refer to Instructions for list)	Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): M		. , . ,	7) Percent of Interest Held in Applicant: 100%	
8) Disclosable Interest Holders Type of Ownersh (refer to instructions for list): 0 - Manager member interest			9) Disclosable Interest United States	Holders Country of Citizenship:	
10) Relationship Description (if the discloseable i Cook Inlet/VoiceStream Holding C Inlet/VoiceStream License Compan	ompany LL0	C; Cod	ok Inlet/VoiceStrea	m Operating Company LLC	

related FCC Regulated Businesses of Disclosab	- Inceresc Holders (repeat for	Cacil interest floraer lacil	uneu)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	Percent of Interest Held:
Cook Inlet/VoiceStream License Company, LLC Applicant	Commercial Mobile Radio Services		100%
The board of			
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

Wireless Telecommunications Services

3060 -0799
See instructions for
Schedule for Disclosable Interest Holders

public burden estimate

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1) Disclosable Interest Holder's First Name (if in	dividual):	MI:	Last Name:		suffix:
2) Disclosable Interest Holder's Name (if entity): Cook Inlet/VoiceStream PCS, LI				3) Disclosable Interest Holder's TI	N:
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Anche	orage, Alas	ska 9	9503		
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): 100%		7) Percent of Interest Held in App 100%	licant:	
8) Disclosable Interest Holders Type of Ownersh (refer to instructions for list): 0 - Manager member interest			9) Disclosable Interest United States	Holder's Country of Citizenship:	
10) Relationship Description (if the discloseable in Cook Inlet/VoiceStream PCS, LLC; Inlet/VoiceStream Operating Compart (See Attachment 1)	Cook Inlet/	Voice	Stream Holding Cor	mpany LLC; Cook	,

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream License Company, LLC Applicant	Commercial Mobile Radio Services		100%
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB **3060** -**0799** See instructions for public burden estimate

Disclosable Interest Holder Information (co	mplete as ma	iny as	required to describe all	disclosable interest holders)	
1) Disclosable Interest Holder's First Name (if inc	dividual):	MI:	Last Name:		Suffix:
2) Disclosable Interest Holder's Name (if entity): Cook Inlet/VoiceStream PCS Ho		С		3) Disclosable Interest Holder's T	IN:
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Anche	orage, Alas	ska 9	9503		
5) Type of Interest in Applicant () (refer to Instructions for list)	Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): M			7) Percent of Interest Held in App 100%	licant:
8) Disclosable Interest Holders Type of Ownersh (refer to instructions for list): 0 - Manager member interest			9) Disclosable Interest United States	Holders Counby of Citizenship:	
10) Relationship Description (if the discloseable in Cook Inlet/VoiceStream PCS Holdin Holding Company LLC; Cook Inlet	ngs, LLC; C	Cook I	nlet/VoiceStream P	CS, LLC; Cook Inlet/Voice	Stream

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

License Company, LLC (Applicant) (See Attachment 1)

Name and address of all FCC Regulated Businesses owned by Dtsclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
CookInlet/VoiceStreamPCSLLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		100%
Cook Inlet/VoiceStream License Company, LLC Applicant	Commercial Mobile Radio Services		100%
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

1) Disclosable Interest Holder's First Name (if	individual):	MI:	Last Name:		Suffix:
2) Disclosable Interest Holders Name (if entite Cook Inlet GSM Control LLC	у):			3) Disclosable Interest Holder's T	IN:
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, And	horage, Alas	ska 99	9503		
5) Type of Interest in Applicant () (refer to Instructions for list)		(refer to instructions for list of codes): 50.1%		7) Percent of Interest Held in App 50.1%	olicant:
8) Disclosable Interest Holder's Type of Owne (refer to instructions for list): 0 - Manager member interest Holder's Type of Owne (refer to instructions for list):	•		9) Disclosable Interest United States	Holder's Country of Citizenship:	
10) Relationship Description (if the discloseable Cook Inlet GSM Control LLC; Cook LLC; Cook Inlet/VoiceStream Ho Cook Inlet/VoiceStream License	ok <mark>Inlet/Voice</mark> Iding Compar	e Strea ny LLC	m PCS Holdings, L ; Cook Inlet/Voice	LC; Cook Inlet/VoiceStream Stream Operating Compan	n PCS,

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream License Company, LLC Applicant	Commercial Mobile Radio Services		50.1%
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(See Attachment 1)

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders) MI: Last Name: suffix: 1) Disclosable Interest Holder's First Name (if individual): 2) Disclosable Interest Holder's Name (if entity): st Holder's TIN: **Providence Equity Partners III, L.P.** 4) Disclosable Interest Holder's Address: 900 Fleet Center, 50 Kennedy Plaza, Providence, Rhode Island 02903 5) Type of Interest in Applicant (6) Disclosable Interest Holder is a(n): (7) Percent of Interest Held in Applicant: (refer to Instructions for list) (refer to instructions for list of codes): 39.605% · T 8) Disclosable Interest Holder's Type of Ownership 9) Disclosable Interest Holder's Country of Citizenship: (refer to instructions for list): **United States** 0 - Qualified Institutional Investor 10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Providence Equity Partners III, L.P.; Cook Inlet GSM Control LLC; Cook Inlet/VoiceStream PCS Holdings, LLC, Cook Inlet/VoiceStream PCS, LLC; Cook Inlet/VoiceStream Holding Company LLC; Cook

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Inlet/VoiceStream Operating Company LLC; Cook Inlet/VoiceStream License Company, LLC (Applicant)

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	llc) TIN:	Percent of Interest Held:
Cook Inlet/VoiceStream PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		39.605%
Cook Inlet/VoiceStream License Company, LLC Applicant	Commercial Mobile Radio Services		39.605%
*** v ***			

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

Disclosable Interest Holders First Name (if inc.)	dividual): M	ΛI:	Last Name:		suffix:
2) Disclosable Interest Holders Name (if entity Cook Inlet GSM, Inc. 4) Disclosable Interest Holders Address: 2525 C Street, Suite 500, Ancho	,	503	}	3) Disclosable Interest Holder's	ΠN:
5) Type of Interest in Applicant () (refer to Instructions for list)		6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): C 7) Percent of Interest Holder is a(n): () 50.1%		7) Percent of Interest Held in App 50.1%	licant:
8) Disclosable Interest Holders Type of Ownersh (refer to instructions for list): 0 — Manager member interes			9) Disclosable Interest United States	Holders Country of Citizenship:	

10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Cook Inlet GSM, Inc.; Cook Inlet GSM Control LLC; Cook Inlet/VoiceStream PCS Holdings, LLC; Cook Inlet/VoiceStream Holding Company LLC; Cook Inlet/VoiceStream Operating Company LLC; Cook Inlet/VoiceStream License Company, LLC (Applicant) (see Attachment 1)

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Pnncipal Business:	11c) TIN:	Percent of Interest Held:
Cook Inlet/VS GSM II PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VSGSMIII PCS, LLC 2525 C Street, Suite 500 Anchorace. Alaska 99503	Commercial Mobile Radio Services	72.4	50.1%
Cook Inlet/VoiceStreamPCS, LLC 2525 C Street, Suite 500 Anchoraoe, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS PA I, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
CIVS PA III, LLC 3605 132nd Avenue, SE., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Dover License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Omnipoint Atlantic City License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue. Washinaton 98006	Commercial Mobile Radio Service	700	50.1%
(continued on next page)			

FCC Ownership Disclosure Information for the **Wireless Telecommunications Services**

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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (comple	ete as many	as required to describe	all disclosable interest holders)	
1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:		suffix:
2) Disclosable Interest Holders Name (if entity): Cook Inlet GSM, Inc. (continued)			3) Disclosable Interest Holders TIN:	
4) Disclosable Interest Holders Address:				
Type of Interest in Applicant () (refer to Instructions for list) 6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):				licant:
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): 9) Disclosable Interest Holder's Country of Citizenship:				
10) Relationship Description (if the discloseable interest ho	lder is an ind	irect owner, list path of owr	nership from indirect owner to the ap	plicant):

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) TIN:	IId) Percent of Interest Held:
Omnipoint Philadelphia License, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream License Company, LLC Applicant	Commercial Mobile Radio Service		50.1%
D&E Omnipoint Wireless Joint Venture, L.P. 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service	1	50%
Omnipoint Philadelphia-E. Lancaster E License LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Service	- And	50%
		in the second	

(See Attachment 1)

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 -0799 Seeinstructions for public burden estimate

<u>Disclosable Interest Holder Information 1</u>	tion (complete	as mar	ny as required to describe	all disclosable interest holders)	
1) Disclosable Interest Holder's First Name (if inc	lividual):	MI:	Last Name:		Suffix:
2) Disclosable Interest Holder's Name (if entity) Cook Inlet Region, Inc.	:			3) Disclosable Interest Holder's T	ΠN:
4) Disclosable Interest Holder's Address: 2525 C Street, Suite 500, Ancho	orage, Alas	ska 9	9503		
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes): C 7) Percent of Interest Held in 7 50.1%		7) Percent of Interest Held in Appl 50.1%	licant:	
Disclosable Interest Holder's Type of Ownershi (refer to instructions for list):	ip		9) Disclosable Interest H	Holder's Country of Citizenship:	
0 - Manager member interest			United States		
10) Relationship Description (if the discloseable in Cook Inlet Region, Inc.; Cook Inlet Holdings, LLC; Cook Inlet/VoiceStream Operating Comp	GSM, Inc.; (ream PCS, I	Cook LLC; (Inlet GSM Control L Cook Inlet/VoiceStre	LC; Cook Inlet/VoiceStre am Holding Company LLC	am PCS ; Cook

Related FCC Regulated Businesses of Disclosable	Interest Holders (repeat for	each interest holder inent	mea)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	llb) Pnncipal Business:	11c) TIN:	Percent of Interest Held:
Cook Inlet/VoiceStream PV/SS PCS, L.P. 2525 C Street, Suite 500 Anchoraae, Alaska 99503	Commercial Mobile Radio Services		42.86% (control)
CookInlet/VSGSMII PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VS GSM III PCS, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Cook Inlet/VoiceStream PCS, LLC 2525 C Street, Suite 500 Anchoraae. Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS PAI, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washinaton 98006	Commercial Mobile Radio Services		50.1%
CIVS PA III, LLC 3605 132nd Avenue, S.E., Suite 100 Bellevue, Washington 98006	Commercial Mobile Radio Services		50.1%
Alaska Interstate Construction, LLC 649 W. 54th Ave., P.O. Box 233769 Anchorage, AK 99523	Construction		40%
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

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Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holders First Name (if ind	lividual):	MI:	Last Name:		Suffix:
2) Disclosable Interest Holder's Name (if entity) Cook Inlet Region, Inc. (continu				3) Disclosable Interest Holder's TII	N:
4) Disclosable Interest Holder's Address:					
5) Type of Interest in Applicant () (refer to Instructions for list)	Disclosable Interest Holder is a(n): ((refer to instructions for list of codes):			7) Percent of Interest Held in App	icant:
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest H	dolder's Country of Citizenship:		
10) Relationship Description (if the discloseable in	nterest holder is	an indi	rect owner, list path of owr	ership from indirect owner to the ap	plicant):

Related 100 Redulated Businesses of Disclosuble	THEOLOGO HOMOIO (Lobout 10)	- Carri IIII III III II II II II II II II II I	iniou
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Pnncipal Business:	IIc) TIN:	11d) Percent of Interest Held:
Cook Inlet/VS GSM IV PCS, LLC 2525 C Street, Suite 500 Anchoraoe, Alaska 99503	Commercial Mobile Radio Services		50.1%
CIVS IV License Sub I, LLC 2525 C Street, Suite 500 Anchorage, Alaska 99503	Commercial Mobile Radio Services		50.1%
Alaska Heritage Tours, Inc. 2525 C Street, Suite 405 Anchorage, AK 99503	Boat Tours, Lodging and Tourism		100%
Peak Oilfield Service Company 2525 C St., Suite 201, Anchorage, AK 99503	Oilfield Services and Construction		50%
Alaska Hovercraft Ventures 1029 West 3 rd Ave., Suite 150 Anchoraoe, AK 99503	Hovercraft Sales, Leasing, and Operations		33.33%
Construction Machinery, Inc. 5400 Homer Dr., Anchorage, AK 99510	Heavy Equipment Distribution		100%
(continued next page)	_		ECC 602 Schodule 1

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

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Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)						
1) Disclosable Interest Holder's First Name (if inc	dividual):	MI:	Last Name:		suffix:	
2) Disclosable Interest Holder's Name (if entity): Cook Inlet Region, Inc. (continued)					N:	
4) Disclosable Interest Holder's Address:						
5) Type of Interest in Applicant () (refer to Instructions for list)	Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):			7) Percent of Interest Held in Appl	icant:	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (refer to instructions for list):			9) Disclosable Interest H	Holder's Country of Citizenship:		
10) Relationship Description (if the discloseable in	nterest holder is	an indir	ect owner, list path of own	ership from indirect owner to the app	olicant):	

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	llc) TIN:	11d) Percent of Interest Held:
Cook Inlet/VoiceStream License Company, LLC	Commercial Mobile Radio		50.1%
Applicant	Service		
Omnipoint Atlantic City License, LLC	Commercial Mobile Radio		50.1%
3605 132nd Avenue, S.E., Suite 100	Service		
Bellevue, Washington 98006			
O inipointPhiladelphia License, LLC	Commercial Mobile Radio		50.1%
3605 132nd Avenue S.E. Suite 100	Services		
Bellevue, Washington 98006	<u> </u>		-
Omnipoint Dover License, LLC	Commercial Mobile Radio		50.1%
3605 132nd Avenue, S.E., Suite 100	Services		
Bellevue, Washington 98006	<u> </u>		
Cook Inlet Region of Georgia, Inc.	Commercial Mobile Radio		100%
2525 C Street, Suite 500	Services		
Anchorage, Alaska 99503			
Omnipoint Philadelphia-E. Lancaster E License LLC	Commercial Mobile Radio		50%
3605 132nd Avenue, S.E., Suite 100	Service		
Bellevue, Washington 98006			
D&E Omnipoint Wireless Joint Venture, L.P.	Commercial Mobile Radio		50%
3605 132nd Avenue, S.E., Suite 100	Service		
Bellevue, Washington 98006			
Cook Inlet/VS GSM V PCS, LLC	Commercial Mobile Radio		50.1%
2525 C Street, Suite 500	Services	-	-5.2,7
Anchorage, Alaska 99503			

OWNERSHIP

Cook Inlet/VoiceStream License Company, LLC ("CIVS License"), submits the following information to describe in more detail the ownership structure of CIVS License as set forth in Item 10, Schedule A of FCC Form 602.

Direct Ownership

CIVS License, a Delaware limited liability company, is a wholly owned subsidiary of Cook Inlet/VoiceStream Operating Company LLC ("CIVS OpCo"), a Delaware limited liability company. The address of CIVS License is as follows:

2525 C Street, Suite 500 Anchorage, Alaska 99503

Indirect Ownership

CIVS OpCo, a Delaware limited liability company, is a wholly owned subsidiary of Cook InletNoiceStream Holding Company LLC ("CIVS HoldCo"), a Delaware limited liability company. CIVS HoldCo, in turn, is a wholly owned subsidiary of Cook InletNoiceStream PCS, LLC ("CIVS I"), a Delaware limited liability company. CIVS I, in turn, is a wholly owned subsidiary of Cook InletNoiceStream PCS Holdings, LLC ("CIVS I Holdings"), a Delaware limited liability company. CIVS I Holdings, in turn, has two members:

CIVS I Holdings is controlled by Cook Inlet GSM Control LLC ("CIGSM Control"), a Delaware limited liability company. CIGSM Control owns 50.1 percent of CIVS I Holdings and one hundred percent of the Class A membership interests in CIVS I Holdings.

CIGSM Control, in turn, has three members. The first, Providence Equity Partners III, L.P., a qualified institutional investor, holds 39.605 percent of CIVS I Holdings. The second, Providence Equity Operating Partners III, L.P., also a qualified institutional investor, holds 0.295 percent of CIVS I Holdings. The third, Cook Inlet GSM, Inc. ("CIGSM"), a Delaware corporation, holds 60.1 percent of CIVS I —. Holdings and is the sole manager.

CIGSM is, in turn, a wholly owned subsidiary of Cook Inlet Region, Inc. ("CIRI"). CIRI is an Alaska Native Regional Corporation organized pursuant to the Alaska Native Claims Settlement Act, 43 U.S.C. § 1601 et seq. (the "Act"). No CIRI

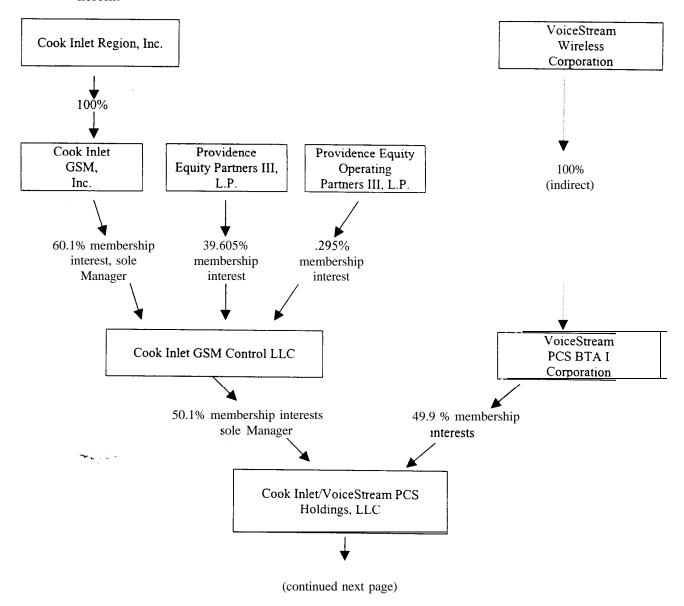
shareholder holds a 10 percent or greater interest in CIRI or a 10 percent or greater indirect interest in CIVS License.

The other member of CIVS I Holdings is VoiceStream PCS BTA I Corporation ("VS BTA I"), a Delaware corporation, which in turn is a wholly owned indirect subsidiary of

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VoiceStream Wireless Corporation ("VoiceStream"), a Delaware corporation. VS BTA I holds 49.9 percent of CIVS I-Holdings and one hundred percent of the Class B nonvoting membership interests in CIVS I Holdings. For ownership information related to VoiceStream and its subsidiaries, please see the most recent FCC Form 602 Ownership Disclosure Report filed by and on behalf of VoiceStream.

For convenience, the following chart diagrams the ownership of CIVS License described herein:



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